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Plaintiffs' Executive Committee and Liaison Counsel

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**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA**

ROBERT L. GARBER, on behalf of himself and all others similarly situated,)	NO. 06-CV-04065-MJJ
)	<u>CLASS ACTION</u>
Plaintiff,)	STIPULATION AND PROPOSED
vs.)	ORDER EXTENDING DEFENDANTS'
)	TIME TO RESPOND TO CONSOLIDATED
KLA-TENCOR CORPORATION, EDWARD)	CLASS ACTION COMPLAINT,
W. BARNHOLT, H. RAYMOND)	ESTABLISHING BRIEFING SCHEDULE
BINGHAM, ROBERT T. BOND, RICHARD)	FOR RESPONSIVE MOTION(S) AND
J. ELKUS, JR., JEFFREY HALL, STEPHEN)	VACATING CASE MANAGEMENT
P. KAUFMAN, JOHN H. KISPERT,)	CONFERENCE
KENNETH LEVY, KENNETH L.)	
SCHROEDER, JON D. TOMKINS and LIDA)	
URBANEK,)	
Defendants.)	

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[06-CV-04065-MJJ] STIPULATION AND [REDACTED] ORDER EXTENDING
DEFENDANTS' TIME TO RESPOND TO CONSOLIDATED CLASS ACTION
COMPLAINT

POLICE AND FIRE RETIREMENT
SYSTEM OF THE CITY OF DETROIT and
LOUISIANA MUNICIPAL POLICE
EMPLOYEES' RETIREMENT SYSTEM, On
Behalf of Themselves and All Others Similarly
situated,

Plaintiff,

vs.

KLA-TENCOR CORPORATION, EDWARD
W. BARNHOLT, H. RAYMOND
BINGHAM, ROBERT T. BOND, RICHARD
J. ELKUS, JR., JEFFREY HALL, STEPHEN
P. KAUFMAN, JOHN H. KISPert,
KENNETH LEVY, KENNETH L.
SCHROEDER, JON D. TOMKINS and LIDA
URBANEK,

Defendants.

NO. 06-CV-04709-MHP

STANLEY D. SPILMAN, on behalf of
himself and all others similarly situated,

Plaintiff,

vs.

KLA-TENCOR CORPORATION, EDWARD
W. BARNHOLT, H. RAYMOND
BINGHAM, ROBERT T. BOND, RICHARD
J. ELKUS, JR., JEFFREY HALL, STEPHEN
P. KAUFMAN, JOHN H. KISPert,
KENNETH LEVY, KENNETH L.
SCHROEDER, JON D. TOMKINS and LIDA
URBANEK,

Defendants.

NO. 06-CV-05225-WHA

Lead Plaintiffs Police and Fire Retirement System of the City of Detroit ("PFRS")
(formerly known as the Policemen and Firemen Retirement System of the City of Detroit), the
Louisiana Municipal Police Employees' Retirement System ("MPERS") and The City of
Philadelphia Board of Pensions and Retirement ("City of Philadelphia"), and defendants KLA-
Tencor Corporation "KLA-Tencor"), Edward W. Barnholt, H. Raymond Bingham, Robert T.

[06-CV-04065-MJJ] STIPULATION AND ~~PROPOSED~~ ORDER EXTENDING
DEFENDANTS' TIME TO RESPOND TO CONSOLIDATED CLASS ACTION
COMPLAINT

Bond, Richard J. Elkus, Jr., Jeffrey Hall, Stephen P. Kaufman, John H. Kispert, Kenneth Levy, Kenneth L. Schroeder, Jon D. Tompkins and Lida Urbanek (“Defendants”), by and through their respective counsel hereby recite and stipulate, subject to court approval, as follows concerning modification of the briefing schedule:

RECITALS

WHEREAS Plaintiff Robert L. Garber, on behalf of himself and all others similarly situated, filed a securities class action complaint on or about June 29, 2006;

WHEREAS the Court issued an Order Setting Initial Case Management Conference and ADR Deadlines in this case, scheduling an Initial Case Management Conference for October 3, 2006, and setting related deadlines;

WHEREAS, on August 28, 2006, four different groups of investors filed motions for appointment as lead plaintiffs in this action and appointment of their counsel as lead counsel pursuant to 15 U.S.C. § 78u-4(a)(3)(B): (i) PFRS and MPERS; (ii) The City of Philadelphia; (iii) individual Stephen Davidson; and (iv) individual Stanley D. Spilman;

WHEREAS, on October 13, 2006, the Court entered an order consolidating the related class action complaints and appointing PFRS, MPERS and the City of Philadelphia as Lead Plaintiffs and Berman DeValerio Pease Tabacco Burt & Pucillo, Kohn, Swift & Graf. P.C., Berger & Montague, P.C. and Trujillo Rodriguez & Richards LLC as members of an executive committee representing the class, with Berman DeValerio also acting as Liaison Counsel;

WHEREAS Lead Plaintiffs intend to file a consolidated class action complaint (“Consolidated Complaint”);

WHEREAS Defendants intend to file motion(s) pursuant to Federal Rule of Civil Procedure 12 in response to the Consolidated Complaint;

WHEREAS, prior to the appointment of Lead Plaintiffs and Lead Counsel, the individual plaintiffs in this action agreed to a briefing schedule with defense counsel;

WHEREAS, subject to Court approval, the parties have agreed that Lead Plaintiffs may file and serve the Consolidated Complaint on or before December 12, 2006; that Defendants

shall file and serve their responsive pleading(s) or motion(s) within 45 days after the filing of the Consolidated Complaint; that Lead Plaintiffs shall file and serve their opposition brief(s) within 45 days after the filing of any such motion(s); and that Defendants shall file and serve their reply brief(s) within 15 days after the filing of the opposition brief(s).

WHEREAS, in light of KLA-Tencor's announcement on October 16, 2006, that it intends to restate its financial statements in connection with the matters at issue in this action, and because such restatement will not likely occur prior to December 12, 2006, Lead Counsel has informed counsel for Defendants that Lead Plaintiffs reserve their right to amend the Consolidated Complaint within thirty (30) days following a release of the restatement by KLA-Tencor. In an effort to avoid unnecessary briefing and burden on the Court and the parties, both Lead Counsel and Counsel for Defendants have discussed that they will confer with each other immediately prior to Lead Plaintiffs filing their Consolidated Complaint for the purpose of determining if there is, at that time, a reasonably certain date by when KLA-Tencor anticipates filing its restated financial statements and, whether in light of that date, it makes sense to enter into a further scheduling stipulation subject to approval by the Court.

STIPULATION

Now, therefore, the parties agree and stipulate as follows subject to Court approval:

1. Every pleading in this Consolidated Action shall bear the following caption:

UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA

IN RE KLA-TENCOR CORP. SECURITIES
LITIGATION

Master File No. 06-cv-04065-MJJ

CLASS ACTION

THIS DOCUMENT RELATES TO:

[TITLE OF DOCUMENT]

[06-CV-04065-MJJ] STIPULATION AND ~~PROPOSED~~ ORDER EXTENDING
DEFENDANTS' TIME TO RESPOND TO CONSOLIDATED CLASS ACTION
COMPLAINT

2. The last day for Lead Plaintiffs to file and serve the consolidated class action complaint is December 12, 2006.

3. Defendants need not respond to the complaints currently on file. Defendants shall file and serve their responsive pleading(s) or motions within 45 days after the filing of the consolidated class action complaint.

4. Lead Plaintiffs shall file and serve their opposition brief(s) within 45 days after the filing of Defendants' responsive pleading(s) or motions.

5. Defendants shall file and serve their reply briefs within 15 (fifteen) days after the filing of Lead Plaintiffs opposition brief(s).

6. Once the Court rules upon the motion to dismiss, the parties shall ask the Court to set a new date for the Case Management Conference. Accordingly, the Court's July 28, 2006 scheduling order is hereby vacated pending further order of the Court.

DATED: November 15, 2006

**BERMAN DEVALERIO PEASE TABACCO
BURT & PUCILLO**

By: /s/ Lesley Ann Hale
LESLEY ANN HALE

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Members of Plaintiffs' Executive Committee

E-Filing Attestation

I, Lesley Ann Hale, am the ECF User whose ID and password are being used to file this document. In compliance with General Order 45 X.B., I hereby attest that each of the signatories identified below has concurred in this filing.

DATED: November 15, 2006

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1 DATED: November __, 2006

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9 DATED: November __, 2006

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16 DATED: November __, 2006

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28 [06-CV-04065-MJJ] STIPULATION AND ~~PROPOSED~~ ORDER EXTENDING
DEFENDANTS' TIME TO RESPOND TO CONSOLIDATED CLASS ACTION
COMPLAINT

ORDER

PURSUANT TO STIPULATION, IT IS HEREBY ORDERED THAT:

1. Lead Plaintiffs shall file and serve the consolidated class action complaint on or before December 12, 2006.

2. Defendants need not respond to the complaints currently on file. Defendants shall file and serve their responsive pleading(s) or motions within 45 days of the filing of the consolidated class action complaint.

3. Lead Plaintiffs shall file and serve their opposition brief(s) within 45 days of the filing of Defendants' responsive pleading(s) or motions.

4. Defendants shall file and serve their reply briefs within 15 days of the filing of Lead Plaintiffs opposition brief(s).

5. The Court's July 28, 2006 order is hereby vacated. ~~On the Court's July 28, 2006 order, the Court ruled upon the Rule 12 motion(s), the parties shall report that the Court has found the Court's July 28, 2006 order is hereby vacated. (See * below)~~

DATED: November 27, 2006


United States District Judge

* Case Management Conference rescheduled for Tuesday, May 15, 2007 at 2:00 p.m. Joint Case Management Conference Statement due 10 days prior to hearing.